

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	
)	Chapter 11
INTEGRATED HEALTH SERVICES, INC., <i>et al.</i>)	
)	00-389 (MFW)
Debtors.)	
)	Jointly Administered
<hr/>		
FSQ, INC., <i>f/k/a</i> FIVE STAR QUALITY CARE,)	
INC., <i>et al.</i> ,)	
)	
Plaintiffs,)	
)	Adv. Case No. 02-5193
v.)	
)	
INTEGRATED HEALTH SERVICES, INC., <i>et al.</i> ,)	
)	
)	
Defendants.)	Dkt. Reference Nos. 119 and 121
)	

NOTICE OF CROSS-APPEAL

The IHS Liquidating LLC (the “Liquidating LLC”) hereby cross-appeals pursuant to Rule 8001 of the Federal Rules of Bankruptcy Procedure and 28 U.S.C. § 158(a) from the Order dated as of January 9, 2007, and entered by the United States Bankruptcy Court for the District of Delaware, the Honorable Mary F. Walrath presiding, on January 9, 2007 (Docket No. 119) (the “Order”). This notice of cross-appeal is being filed out of an abundance of caution to preserve the Liquidating LLC’s rights to argue on appeal that ample additional grounds existed to grant summary judgment in favor of the Liquidating LLC, which were not the basis of the Order. *See Scott v. University of Delaware et al.*, 601 F.2d 76, 83 (3d Cir. 1979). This notice of cross-appeal is timely because FSQ, Inc., f/k/a Five Star Quality Care, Inc., *et al.*, filed their notice of appeal from the Order on January 16, 2007 (Docket No. 121).

The names of all parties to the Order appealed from and the names, addresses, and telephone numbers of their respective attorneys are as follows:

Appellant/Cross-Appellee: **FSQ, Inc., f/k/a Five Star Quality Care, Inc., *et al.***

Counsel for Appellant/
Cross-Appellee: SULLIVAN & WORCESTER LLP

Gayle P. Ehrlich, Esq.
One Post Office Square
Boston, MA 02109
Phone: (617) 338-2800

Co-Counsel for Appellant/
Cross-Appellee: SAUL EWING LLP

Mark Minuti, Esquire
222 Delaware Ave., Suite 1200
P.O. Box 1266
Wilmington, DE 19899-1266
Phone: (302) 421-6840

Appellee/Cross-Appellant: **IHS Liquidating LLC**

Counsel for Appellee/
Cross-Appellant: KAYE SCHOLER LLP

Arthur Steinberg, Esquire
Lester M. Kirshenbaum, Esquire
Ana M. Alfonso, Esquire
425 Park Avenue
New York, New York 10022-3598
Phone: (212) 836-8000

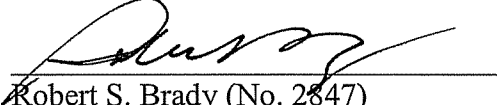
Co-Counsel for Appellee/
Cross-Appellant: YOUNG CONAWAY STARGATT & TAYLOR, LLP

Robert S. Brady, Esquire
Joseph M. Barry, Esquire
The Brandywine Building
1000 West Street, 17th Floor
Wilmington, DE 19899-0391
Phone: (302) 571-6600

Dated: Wilmington Delaware
January 26, 2007

Respectfully submitted,

YOUNG CONAWAY STARGATT & TAYLOR, LLP



Robert S. Brady (No. 2847)

Joseph M. Barry (No. 4221)

Kenneth J. Enos (No. 4544)

The Brandywine Building

1000 West Street, 17th Floor

Wilmington, DE 19801

(302) 571-6731

-and-

KAYE SCHOLER LLP

Arthur Steinberg

Ana M. Alfonso

425 Park Avenue

New York, NY 10022-3598

(212) 836-8000

Attorneys for IHS Liquidating LLC

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)
) Chapter 11
INTEGRATED HEALTH SERVICES, INC., et al.,)
) Case No. 00-389 (MFW)
)
Debtors.) (Jointly Administered)
)
_____)
)
FSQ, INC., *f/k/a* FIVE STAR QUALITY CARE, INC.,)
et al.,) Adv. Pro. No. 02-5193
)
Plaintiffs,)
v.)
)
INTEGRATED HEALTH SERVICES, INC., *et al.*,)
)
)
Defendants.)

AFFIDAVIT OF SERVICE

Thomas Hartzell, being duly sworn according to law, deposes and says that he is employed by the law firm of Young Conaway Stargatt & Taylor, LLP, attorneys for the Liquidating LLC in the within captioned matter, and that on the 26th day of January 2007, he caused a copy of the attached **Notice of Cross-Appeal** to be served, as indicated, upon those parties on the attached service list.


Thomas Hartzell

SWORN TO AND SUBSCRIBED before me this 26th day of January 2007.


Notary Public

KIMBERLY A. BECK
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires Oct. 1, 2010

Gayle P. Ehrlich, Esq.
Sullivan & Worcester LLP
One Post Office Square
Boston, MA 02109
(FSQ, Inc.)
First Class Mail

Mark Minuti, Esquire
Saul Ewing LLP
222 Delaware Ave., Suite 1200
P.O. Box 1266
Wilmington, DE 19899-1266
(FSQ, Inc.)
Hand Delivery

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

IN RE:) Chapter 11
)
INTEGRATED HEALTH SERVICES,)
INC., et al.,) Case No. 00-00389
)
Debtors.)
)
) ADVERSARY NO. 02-05193
FSQ, INC., f/k/a FIVE STAR)
QUALITY CARE, INC., et al.,)
)
Plaintiffs,)
)
vs.)
)
)
INTEGRATED HEALTH SERVICES,)
INC., et al.,)
)
Defendants.)

O R D E R

AND NOW this 30th day of DECEMBER 2003, upon consideration of the Complaint filed by Five Star Quality Care, Inc. ("FSQ") and the Motion to Dismiss filed by the United States Department of Health and Human Services filed in Response thereto, it is hereby

ORDERED that the Motion of the United States Department of Health and Human Services to Dismiss the Complaint Against it is **GRANTED**.

BY THE COURT:


Mary F. Walrath

United States Bankruptcy Judge

cc: See attached

Service List

Mark Minuti, Esquire
Jeremy W. Ryan, Esquire
SAUL EWING LLP
222 Delaware Avenue, Suite 1200
P.O. Box 1266
Wilmington, DE 19899

Gayle P. Ehrlich, Esquire
Pamela Smith Holleman, Esquire
SULLIVAN & WORCESTER LLP
One Post Office Square
Boston, MA 02109

Amos Alter, Esquire
Jenkins & Gilchrist Parker Chapin LLP
405 Lexington Avenue
New York, NY 10174

Ken Salazar, Attorney General
State of Colorado
1525 Sherman Street, 7th Floor
Denver, CO 80203

Karen K. Reinertson, Executive Director
State of Colorado
Department of Health Care Policy
and Financing
1575 Sherman Street
Denver, CO 80203

J. Christopher Kohn, Esquire
James G. Bruen, Jr., Esquire
Matthew J. Troy, Esquire
Attorneys, Civil Division
U.S. Department of Justice
P.O. Box 875
Ben Franklin Station
Washington, DC 20044

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:) Chapter 11
)
INTEGRATED HEALTH SERVICES,)
INC., et al.,) Case No. 00-00389
)
Debtors.)
)
_____) Adversary No. 02-05193
FSQ, INC., f/k/a FIVE STAR)
QUALITY CARE, INC., et al.,)
Plaintiffs,)
vs.)
)
INTEGRATED HEALTH SERVICES,)
INC., et al.,)
Defendants.)

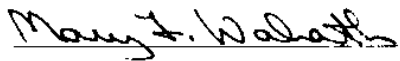
ORDER

AND NOW, this **9th** day of **JANUARY, 2007**, upon consideration of the Cross Motions for Summary Judgment filed by FSQ, Inc., and IHS Liquidating LLC and for the reasons stated in the attached Opinion, it is hereby

ORDERED that the Motion of FSQ, Inc., for Summary Judgment is **DENIED**; and it is further

ORDERED that the Motion of IHS Liquidating LLC for Summary Judgment is **GRANTED**.

BY THE COURT:



Mary F. Walrath
United States Bankruptcy Judge

cc: Robert Brady, Esquire¹

¹ Counsel is to distribute a copy of this Opinion and Order on all interested parties and file a Certificate of Service with the Court.

SERVICE LIST

Robert S. Brady, Esquire
Edmon L. Morton, Esquire
Young, Conaway, Stargatt & Taylor, LLP
1000 West Street, 17th Floor
Wilmington, DE 19899-0391
Counsel for IHS Liquidating LLC

Arthur Steinberg, Esquire
Marc D. Rosenberg, Esquire
Ana M. Alfonso, Esquire
Kaye Scholer LLP
425 Park Avenue
New York, NY 10022-3598
Counsel for IHS Liquidating LLC

Mark Minuti, Esquire
Saul Ewing LLP
222 Delaware Avenue, Suite 1200
Wilmington, DE 19899
Counsel for FSQ, Inc.

Gayle Ehrlich, Esquire
Jeffrey E. Francis, Esquire
Sullivan & Worcester LLP
One Post Office Square
Boston, MA 02109
Counsel for FSQ, Inc.

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

APPEAL TRANSMITTAL SHEET

Case Number: _____ ☐ BK ☐ AP
If AP, related BK Case Number: _____

Title of Order Appealed:

Docket Number: _____ Date Entered: _____

Item Transmitted: ☐ Notice of Appeal ☐ Motion for Leave to Appeal
☐ Amended Notice of Appeal ☐ Cross Appeal
Docket Number: _____ Date Filed: _____

*Appellant/Cross Appellant:

*Appellee/Cross Appellee

Counsel for Appellant:

Counsel for Appellee:

**If additional room is needed, please attach a separate sheet.*

Filing Fee paid? ☐ Yes ☐ No

IFP Motion Filed by Appellant? ☐ Yes ☐ No

Have Additional Appeals to the Same Order been Filed? ☐ Yes ☐ No

If so, has District Court assigned a Civil Action Number? ☐ Yes ☐ No Civil Action # _____

Additional Notes:

Date

By: _____
Deputy Clerk

Bankruptcy Court Appeal (BAP) Number: _____
7/6/06

FOR USE BY U.S. BANKRUPTCY COURT